

<i>SERFF Tracking Number:</i>	<i>ICCI-125419400</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>Lyndon Southern Insurance Company</i>	<i>State Tracking Number:</i>	<i>#? \$?</i>
<i>Company Tracking Number:</i>	<i>LSIC AHAA</i>		
<i>TOI:</i>	<i>33.0 Other Lines of Business</i>	<i>Sub-TOI:</i>	<i>33.0001 Other Personal Lines</i>
<i>Product Name:</i>	<i>LSIC AHAA filing</i>		
<i>Project Name/Number:</i>	<i>LSIC AHAA filing/LSIC AHAA filing</i>		

Filing at a Glance

Company: Lyndon Southern Insurance Company

Product Name: LSIC AHAA filing	SERFF Tr Num: ICCI-125419400	State: Arkansas
TOI: 33.0 Other Lines of Business	SERFF Status: Closed	State Tr Num: #? \$?
Sub-TOI: 33.0001 Other Personal Lines	Co Tr Num: LSIC AHAA	State Status: Fees verified
Filing Type: Form	Co Status:	Reviewer(s): Betty Montesi, Edith Roberts, Brittany Yielding
	Author: Brenda Dawson	Disposition Date: 02/11/2008
	Date Submitted: 01/08/2008	Disposition Status: Accepted For Informational Purposes
Effective Date Requested (New): On Approval		Effective Date (New):
Effective Date Requested (Renewal): On Approval		Effective Date (Renewal):

State Filing Description:

General Information

Project Name: LSIC AHAA filing	Status of Filing in Domicile: Not Filed
Project Number: LSIC AHAA filing	Domicile Status Comments:
Reference Organization:	Reference Number:
Reference Title:	Advisory Org. Circular:
Filing Status Changed: 02/11/2008	
State Status Changed: 02/11/2008	Deemer Date:
Corresponding Filing Tracking Number:	
Filing Description:	
See attached cover letter and association information	

Company and Contact

Filing Contact Information

(This filing was made by a third party - insurancecomplianceconsultantsinc)
 Brenda Dawson, Authorized Representative Brendadawson@inscompliance.com

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519 Colman Center Drive	(815) 316-6714 [Phone]
Rockford, IL 61108	(815) 316-6720[FAX]

Filing Company Information

Lyndon Southern Insurance Company	CoCode: 10051	State of Domicile: Louisiana
100 West Bay Street	Group Code:	Company Type:
Jacksonville, FL 32202	Group Name:	State ID Number:
(800) 888-2738 ext. [Phone]	FEIN Number: 43-1754760	

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Filing Fees

Fee Required?	No
Retaliatory?	No
Fee Explanation:	
Per Company:	No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Lyndon Southern Insurance Company	\$0.00	01/08/2008	

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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Accepted For Edith Roberts Informational Purposes		02/11/2008	02/11/2008

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Disposition

Disposition Date: 02/11/2008

Effective Date (New):

Effective Date (Renewal):

Status: Accepted For Informational Purposes

Comment:

Rate data does NOT apply to filing.

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Filing Company:	Lyndon Southern Insurance Company	State Tracking Number:	#? \$?
Company Tracking Number:	LSIC AHAA		
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Product Name:	LSIC AHAA filing		
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Item Type	Item Name	Item Status	Public Access
Supporting Document	Uniform Transmittal Document-Property & Casualty	Accepted for Informational Purposes	Yes
Supporting Document	Cover letter	Accepted for Informational Purposes	Yes
Supporting Document	Association for Homeowners Across America	Accepted for Informational Purposes	Yes

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Rate Information

Rate data does NOT apply to filing.

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Supporting Document Schedules

Bypassed -Name:	Uniform Transmittal Document-Property & Casualty	Review Status:	Accepted for Informational Purposes	02/11/2008
Bypass Reason:	This is an informational filing for Association for Homeowners Across America			
Comments:				

Satisfied -Name:	Cover letter	Review Status:	Accepted for Informational Purposes	02/11/2008
Comments:				
Attachment:	AR LSIC 7000 AHAA _Assoc_ filing 1-7-08.pdf			

Satisfied -Name:	Association for Homeowners Across America	Review Status:	Accepted for Informational Purposes	02/11/2008
Comments:				
Attachments:	Homeowners Across America Bylaws 021605.pdf Homeowners Across America Certified Copy of Art of Inc Jan 3 2005.pdf			



INSURANCE
COMPLIANCE
CONSULTANTS, INC.

519 Colman Center Drive
Rockford, Illinois 61108

Phone: (815) 316-6714
FAX: (815) 316-6720

January 8, 2008

Honorable Julie Benafield Bowman
Insurance Commissioner
State of Arkansas
Arkansas Department of Insurance
1200 W. Third St.
Little Rock, AR 72201-1904

RE: **LYNDON SOUTHERN INSURANCE COMPANY**
NAIC# 10051 FEIN 43-1754760
Involuntary Unemployment Insurance (Non-credit)
Form Numbers: LL-7000 and LS-7000, *et al previously approved by your Department on May 4, 2007*
Association for Homeowners Across America

Dear Commissioner Bowman:

Please find enclosed the Association for Homeowners Across America Bylaws and Articles of Incorporation. This Association may also be used in addition to the initial Association information approved by your Department on May 4, 2007, along with the above referenced policy form.

Your acknowledgement of this filing is greatly appreciated. If I can provide any additional information, please feel free to call me at (815)316-6714, fax me at (815) 316-6720, or e-mail me at Brendadawson@inscompliance.com . Thank you.

Sincerely,

Brenda Dawson, FLMI, AIRC, ACS
Authorized Representative
Insurance Compliance Consultants, Inc.

Enc.

**BYLAWS OF
ASSOCIATION FOR HOMEOWNERS ACROSS AMERICA, INC.**

(formed under the general laws of Maryland)

ARTICLE I

Offices

Section 1.01 *Location*. The principal office of the Corporation shall be located within the State of Maryland, at such place as the Board of Directors shall from time to time designate. The Corporation may maintain additional offices at such other places as the Board of Directors may designate. The Corporation shall continuously maintain within the State of Maryland a registered office at such place as may be designated by the Board of Directors.

ARTICLE II

Members

Section 2.01. *Qualification and Number*. The Members of the Corporation shall consist of such individuals and businesses as may from time to time apply for membership. The number of Members shall be unlimited. Members shall be homeowners or prospective homeowners. The Board of Directors shall establish categories of membership and set dues which may vary according to category of membership. Both the categories of membership and the dues may be changed by the Board from time to time. Membership shall not be assignable or transferable.

Section 2.02. *Rights and Privileges of Membership*. A Member shall have the right to receive information from the Corporation and to provide information to the Corporation. No member shall have the right to vote.

Section 2.03. *Resignation*. A Member may resign from membership in the Corporation at any time by giving notice of the resignation in writing addressed to the Chair of the Board or the Secretary, Executive Vice President & Chief Operations Officer.

ARTICLE III

Board of Directors

Section 3.01 *Power of Board and Qualification of Directors*. All corporate powers shall be exercised by, or under the authority of, and the business of the

Corporation shall be managed under the direction of, the Board of Directors. A Director need not be a resident of the State of Maryland.

Section 3.02. *Number of Directors.* The number of Directors constituting the entire Board of Directors shall be not less than one (1) nor more than fifteen (15). The number of Directors may be increased or decreased by amendment of the Bylaws.

Section 3.03. *Election of Directors.* The Directors shall be divided into two classes, as nearly equal in number as may be, to serve in the first instance for terms of one or two years, respectively, and until their successors shall be elected and shall qualify, and thereafter the successors in each class of Directors shall be elected to serve for terms of two years and until their successors shall be elected and shall qualify. In the event of any increase or decrease in the number of Directors, the additional or eliminated directorships shall be so classified or chosen that all classes of Directors shall remain or become equal in number, as nearly as may be. In the event of the death, resignation, retirement, removal or disqualification of a Director during the elected term of office, the Director's successor shall be elected to serve only until the expiration of the term of the predecessor. Directors shall be elected at any annual or special meeting of the Board of Directors by a vote of a majority of the Directors at the time in office. The election of Directors shall be a part of the order of business of each annual meeting of the Board of Directors. The Directors who shall serve an initial one year term following the adoption of these Bylaws shall be Thomas Carmody, Willie Gault, and Mark Stiles.

Section 3.04. *Removal.* Directors may be removed from office at any time with or without cause by the Directors by the vote that would be required to elect the Director to the Board of Directors. If a Director is removed, a new Director may be elected to fill the vacancy at the same meeting.

Section 3.05. *Resignation.* A Director may resign at any time by communicating such resignation to the Board of Directors, the Chair of the Board, or to the Corporation. The resignation is effective when communicated unless the notice specifies a later effective date or subsequent event upon which it will become effective.

Section 3.06. *Vacancies.* A vacancy occurring in the Board of Directors may be filled by a majority of the remaining Directors (but not less than two) at any regular meeting or special meeting of the Board.

Section 3.07 *Quorum of Directors and Voting.* Unless a greater proportion is required by law, the Articles of Incorporation, or these Bylaws, a majority of the number of Directors in office immediately before a meeting begins shall constitute a quorum for the transaction of business or of any particular business, and, except as otherwise provided by law or by the Articles of Incorporation or these Bylaws, the vote of a majority of the Directors present at the meeting at the time of such vote, if a quorum is then present, shall be the act of the Board.

Section 3.08 *Meetings of the Board.* An annual meeting of the Board of Directors shall be held each year at such time and place as shall be fixed by the Board, for the election of officers and Directors and for the transaction of such other business as may properly come before the meeting.

Regular meetings of the Board shall be held at such times as may be fixed by the Board. Special meetings of the Board may be held at any time whenever called by the Chair of the Board, the President & Chief Executive Officer, or any two Directors.

Regular and special meetings of the Board of Directors may be held at such places in or out of the State of Maryland.

Ten days' notice shall be given of regular or annual meetings of the Board of Directors. At least five days' notice must be given to each Director of each special meeting of the Board. Notice of a special meeting of the Board must be in writing and must specify the date, time, and place of the meeting. Except as provided in any other provision of these Bylaws, such written notice need not specify the purpose of the meeting or the business to be conducted.

Unless required by any other provision of these Bylaws, a notice, or waiver of notice, need not describe the purpose of any special meeting of the Board of Directors.

Notice of a meeting of the Board of Directors need not be given to any Director entitled to such notice who submits a signed, written waiver of notice whether before or after the date and time stated in such notice. A Director's attendance at or participation in a meeting waives any required notice to him of the meeting unless at the beginning of such meeting, or promptly upon his arrival, such Director objects to holding the meeting or transacting business at the meeting, and does not thereafter vote for or assent to action taken at the meeting.

Section 3.09 *Informal Action by Directors; Meetings by Conference Telephone.* Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if all members of the Board consent in writing to such action. Such action shall be evidenced by one or more written consents stating the action taken, signed by each Director either before or after the action taken. Such written consents shall be included in the minutes or filed with the corporate records reflecting the action taken.

Any one or more members of the Board of Directors may participate in a regular or special meeting of such Board by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting may simultaneously hear each other during the meeting. A Director participating in a meeting by such means is deemed to be present in person at the meeting.

Section 3.10 *Compensation of Directors.* The Directors may receive reasonable compensation for their services as Directors, which shall be based upon their attendance

at meetings of the Board or of committees of the Board and other participation in the management of the Corporation. The Corporation may reimburse Directors for reasonable expenses incurred in carrying out the purposes of the Corporation. A Director may receive compensation for services provided to the Corporation in a capacity other than as a Director, provided that such compensation is reasonable, in accordance with the Corporation's Conflict of Interest Policy then in effect, and consistent with the Corporation's status as a tax-exempt organization for federal and state tax purposes.

Section 3.11 *Chair of the Board*. At each annual meeting of the Board, the Directors then in office shall elect a Director to serve as Chair of the Board. The Chair of the Board shall preside at all meetings of the Board of Directors and shall have any other duties and responsibilities assigned to him or her by the Board.

Section 3.12 *Ex Officio Director*. If the President & Chief Executive Officer of the Corporation is not a duly elected member of the Corporation's Board of Directors, he or she may act as an *ex officio* Director of the Corporation. When acting as an *ex officio* Director, the President & Chief Executive Officer may attend all meetings of the Board of Directors and may participate in such meetings, provided the President & Chief Executive Officer does not vote on any matter coming before the Board.

ARTICLE IV

Committees

Section 4.01 *Establishment of Committees*. The Board of Directors may create one or more committees, each consisting of one or more Directors, and may delegate to these committees any of the powers of the Board, except the power to:

- (i) amend the Articles of Incorporation;
- (ii) amend the Bylaws of the Corporation;
- (iii) approve any merger involving the Corporation;
- (iv) approve the dissolution of the Corporation;
- (v) approve the sale or exchange of any assets of the Corporation; or
- (vi) elect, appoint, or remove any Director or any member of a committee.

Each such committee may exercise only the authority granted to it by the Board resolution enabling its creation.

Section 4.02. *Service of Committees*. Unless designated a standing committee in these Bylaws, a committee of the Board serves at the pleasure of the Board. The creation of, delegation of authority to, or action by a committee does not alone constitute

compliance by a Director with the standards of conduct appropriate for a Director under Maryland law.

Section 4.03. *Committee Rules.*

Except as otherwise provided by law, these Bylaws, or a resolution of the Board of Directors, each committee may make, alter, and repeal rules for the conduct of its business.

Each committee shall, at its first meeting, prepare a charter setting forth its purposes, powers and duties.

A majority of the authorized number of members of each committee constitutes a quorum for the transaction of business.

A matter that receives the vote of a majority of the committee's members present at a meeting at the time of such vote if a quorum is then present is the act of the committee.

Each committee shall keep minutes of its meetings.

Copies of the minutes of each such meeting must be filed with the Corporation's records and supplied to the Board of Directors.

Section 4.04. *Standing Committees.*

(a) Unless otherwise provided by resolution of the Board of Directors, the Corporation has the following standing committees:

- (i) the Audit Committee;
- (ii) the Finance Committee; and
- (iii) the Nominating Committee.

(b) Each of these committees has the purposes, powers, and duties described in its charter, subject to approval of the Board of Directors.

(c) Unless otherwise provided in these Bylaws, members of standing committees are elected by the Board of Directors at its annual meeting.

ARTICLE V

Officers, Agents, and Employees

Section 5.01 *Officers*. The Board of Directors shall appoint a President & Chief Executive Officer, a Secretary, Executive Vice President & Chief Operations Officer, a Treasurer & Chief Financial Officer, and such other officers as determined by the Board of Directors. The same individual may simultaneously hold more than one office.

Section 5.02 *Term of Office and Removal*. Each officer shall hold office for the term for which he is appointed and until his successor has been appointed and qualified. All officers shall be appointed at the annual meeting of the Board. Any officer may be removed by the Board of Directors if, in its judgment, it finds that the best interests of the Corporation will be served.

Section 5.03 *Resignation*. Any officer may resign at any time by delivering written notice to the Board of Directors. Unless the written notice specifies a later effective date, the resignation shall be effective when the notice is delivered to the Corporation. Unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

Section 5.04 *Powers and Duties of Officers*.

(a) *President & Chief Executive Officer*. The President & Chief Executive Officer of the Corporation shall serve as the principle officer of the Corporation. The President & Chief Executive Officer shall, subject to the supervision of the Board of Directors, perform all duties customary to that office and shall supervise and control all of the affairs of the Corporation in accordance with policies and directives approved by the Board of Directors.

(b) *Secretary, Executive Vice President & Chief Operations Officer*. The Secretary, Executive Vice President & Chief Operations Officer shall be responsible for preparing and maintaining custody of minutes of all meetings of the Board of Directors, and for authenticating the records of the Corporation, and shall give or cause to be given all notices in accordance with these Bylaws or as required by law, and, in general, shall perform all duties customary to the office of Secretary, Executive Vice President & Chief Operations Officer. The Secretary, Executive Vice President & Chief Operations Officer shall have custody of the corporate seal of the Corporation, if any; and he shall have authority to affix the same to any instrument requiring it; and, when so affixed, it may be attested by his signature. The Board of Directors may give general authority to any officer to affix the seal of the Corporation, if any, and to attest the affixing by his signature.

(c) *Treasurer & Chief Financial Officer*. The Treasurer & Chief Financial Officer shall have the custody of, and be responsible for, all funds and securities of the Corporation. He shall keep or cause to be kept complete and accurate accounts of receipts and disbursements of the Corporation, and shall deposit all monies and other valuable property of the Corporation in the name and to the credit of the Corporation in such banks or depositories as the Board of Directors, the Treasurer & Chief Financial Officer shall render a statement of accounts. He shall at all reasonable times exhibit the

books and accounts to any officer or Director of the Corporation, and shall perform all duties to the office of Treasurer, subject to the supervision of the Board of Directors, and such other duties as shall from time to time be assigned by the Board. The Treasurer shall, if required by the Board of Directors, give such bond or security for the faithful performance of his duties as the Board of Directors may require, for which he shall be reimbursed.

Section 5.05 *Other Officers, Agents, and Employees.* The Board of Directors may appoint such other officers, agents, and employees who shall have such authority and perform such duties as may be prescribed by the Board. The Board may remove any agent or employee at any time with or without cause. Removal without cause shall be without prejudice to such person's contract rights, if any, and the appointment of such person shall not itself create contract rights.

Section 5.06 *Compensation of Officers, Agents, and Employees.* The Corporation may pay compensation in reasonable amounts to officers, agents and employees for services rendered, such amount to be fixed by the Board or, if the Board delegates power to any officer or officers, then by such officer and officers.

ARTICLE VI

Miscellaneous

Section 6.01 *Fiscal Year.* The fiscal year of the Corporation shall be the calendar year or such other period as may be fixed by the Board of Directors.

Section 6.02 *Corporate Seal.* The corporate seal shall be circular in form, shall have the name of the Corporation inscribed thereon and shall contain the words "Corporate Seal" and "Maryland" and the year the Corporation was formed in the center, or shall be in such form as may be approved from time to time by the Board of Directors.

Section 6.03 *Checks, Notes, and Contracts.* The Board of Directors shall determine who shall be authorized from time to time on the Corporation's behalf to sign checks, drafts, or other orders for payment of money; to sign acceptances, notes, or other evidences of indebtedness; to enter into contracts; or to execute and deliver other documents and instruments.

Section 6.04 *Books and Records.* The Corporation shall keep at its office correct and complete books and records of the accounts, the activities and transactions of the Corporation, and the minutes of the proceedings of the Board of Directors and any committee of the Corporation. Any of the books, minutes and records of the Corporation may be in written form or in any other form capable of being converted into written form within a reasonable time.

Section 6.05 *Amendment of Articles of Incorporation and Bylaws.* The Articles of Incorporation of the Corporation may be adopted, amended or repealed in whole or in

part by a two-thirds (2/3) vote of the Directors of the Corporation. The Bylaws of the Corporation may be adopted, amended or repealed in whole or in part by a two-thirds (2/3) vote of the Directors of the Corporation.

Section 6.06 *Indemnification and Insurance.* The Corporation shall indemnify any Director, any former Director, any person who while a Director of the Corporation may have served at its request as a Director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, and may, by resolution of the Board of Directors, indemnify any officer, employee or agent against any and all expenses and liabilities actually and necessarily incurred by him or imposed on him in connection with any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative, or investigative, including appeals) to which he may be or is made a party by reason of being or having been such Director, officer, employee or agent; subject to the limitation, however, that there shall be no indemnification in relation to matters unless such person: (1) conducted himself in good faith; (2) believed, in the case of conduct in his official capacity with the Corporation, that his conduct was in the best interest of the Corporation, and in all other cases that his conduct was at least not opposed to be the best interests of the Corporation; and (3) in the case of any criminal proceeding, he had no reasonable cause to believe that his conduct was unlawful. Further, there shall be no indemnification in connection with a proceeding (1) by or in the right of the Corporation in which the Director, officer, employee, or agent was judged liable to the Corporation, or (2) in which improper personal benefit is charged.

The Corporation shall upon order of a court of competent jurisdiction indemnify a Director who entirely prevails in the defense of any proceeding to which he was party because he is or was a Director of the Corporation, for reasonable expenses incurred by him in connection with the proceeding.

Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees; costs and disbursements; judgments, fines, and penalties against, and amounts paid in settlement by, such Director, officer, employee or agent. The Corporation may pay for or reimburse reasonable expenses in advance of final disposition of the proceeding upon written receipt by the Corporation of a written affirmation by the Director of the Director's good faith belief that the standard of conduct necessary for indemnification by the Corporation has been met, and a written undertaking by or on behalf of the Director to repay the amount if it shall be ultimately determined that the standard of conduct has not been met.

The provisions of this Article shall be applicable to claims, actions, suits, or proceedings made or commenced after the adoption hereof, whether arising from acts or omissions to act occurring before or after adoption hereof.

The indemnification provided by this Article shall not be deemed exclusive of any other rights to which such Director, officer, or employee may be entitled under any

statute, Bylaw, agreement, vote of the Board of Directors, or otherwise and shall not restrict the power of the Corporation to make any indemnification permitted by law.

The Board of Directors may authorize the purchase of and maintain insurance on behalf of any Director, officer, employee or agent of the Corporation against any liability asserted against or incurred by him which arises out of such person's status in such capacity, or whether or not the Corporation would have the power to indemnify the person against that liability under law.

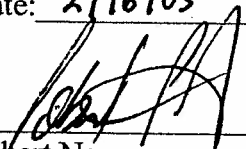
If any part of this Article shall be found in any action, suit, or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

Section 6.07 *Annual Independent Audit*. At the close of the Corporation's fiscal year, an independent audit of the Corporation's financial transactions must be conducted and a report of the auditor's findings must be made by the auditor to the Audit Committee of the Board of Directors within 90 days after the close of the applicable fiscal year.

**CERTIFICATION BY
SECRETARY, EXECUTIVE VICE PRESIDENT & CHIEF OPERATIONS
OFFICER**

I, Robert Newman, as Secretary, Executive Vice President & Chief Operations Officer of Association for Homeowners Across America, Inc., a Maryland nonstock corporation, being duly authorized to execute this certificate on behalf of the Corporation, hereby certify that the foregoing Bylaws constitute the Bylaws of the Corporation as of this date, duly adopted by the Board of Directors of the Corporation on the 16th day of February, 2005.

Date: 2/16/05



(SEAL)
Robert Newman
Secretary, Executive Vice President &
Chief Operations Officer

CUST ID:0001549654
WORK ORDER:0000992692
DATE:01-03-2005 12:03 PM
AMT. PAID:\$253.00

**ARTICLES OF INCORPORATION
OF
ASSOCIATION FOR HOMEOWNERS ACROSS AMERICA, INC.**

The undersigned, Dennis B. Lisbon, Esq., whose address is 18310 Montgomery Village Avenue, Suite 300, Gaithersburg, MD 20879, being of the age of eighteen years or older, for the purpose of forming a nonstock corporation under and by virtue of the general laws of Maryland, hereby certifies:

FIRST: The name of the corporation is Association for Homeowners Across America, Inc.

SECOND: The purposes for which the corporation is organized are:

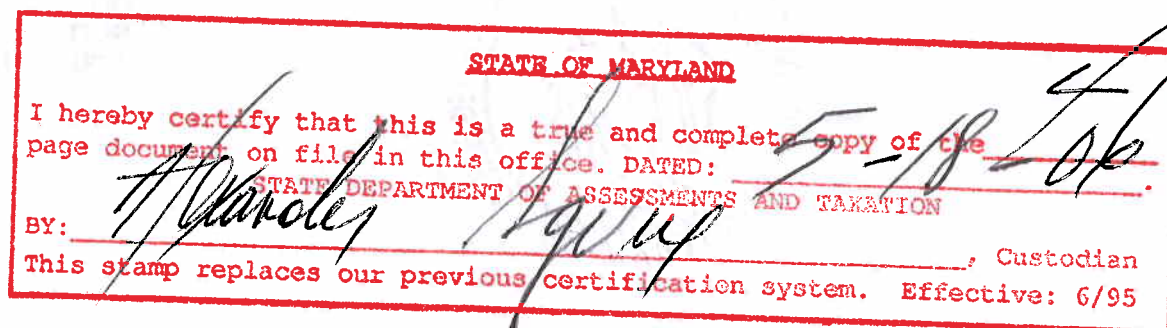
- (A) To operate exclusively for the promotion of social welfare, within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws (the "Code"), through educational and advocacy activities relating to homeownership and the rights and privileges of homeowners; and
- (B) To engage in any and all other activities for which nonstock corporations may be organized under the general laws of Maryland so long as the corporation does not engage in any activity or activities not in furtherance of one or more tax exempt purposes as contemplated in Section 501(c)(4) of the Code.

THIRD: The street address of the principal office of the corporation is 18310 Montgomery Village Avenue, Suite 300, Gaithersburg, MD 20879.

FOURTH: The name of the resident agent of the corporation in Maryland is Dennis B. Lisbon, Esq., whose address is 18310 Montgomery Village Avenue, Suite 300, Gaithersburg, MD 20879.

FIFTH: The Corporation has no authority to issue stock. The corporation shall have one or more classes of members, each with the rights and privileges set forth in the... bylaws of the corporation.

SIXTH: The Corporation shall have two (2) classes of directors: the Class A directors and the Class B directors. The number of Class A directors of the Corporation shall be five (5), all of whom shall possess voting rights. The number of Class B directors shall be one (1), none of whom shall possess voting rights. The number of each class of directors may be increased or decreased pursuant to the bylaws of the corporation. The names of the Class A directors who shall act until the first meeting of the Board of Directors or until their successors are duly chosen and qualified are:



Thomas Carmody
Willie Gault
Mark Stiles
Larry Wilson
Thomasiana Cotton

The name of the Class B director who shall act until the first meeting of the Board of Directors or until her successor is duly chosen and qualified is:

Ann Ashburn

- SEVENTH: No part of the net earnings of the corporation shall be distributable to or inure to the benefit of its officers or directors or any private person, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Notwithstanding any other provision hereof, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Code.
- EIGHTH: In the event of termination, dissolution or winding up of the affairs of the corporation in any manner or for any reason whatsoever, the directors shall, after paying or making provision for payment of all liabilities of the corporation, distribute all of the remaining assets of the corporation as such directors may determine among one or more organizations which are then organized and operated for exempt purposes and qualified as exempt organizations under Sections 501(c)(3) or 501(c)(4) of the Code or to federal, state and local governments to be used exclusively for public purposes or as otherwise permitted by law.
- NINTETH: To the full extent from time to time permitted by law, no person who is serving or who has served as a director of the Corporation shall be personally liable for any action for monetary damages for breach of his or her duty as a director, whether such action is brought by or in the right of the corporation or otherwise. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a director of the corporation with respect to any matter which occurred, or any cause of action, suit or claim which but for this Article would have accrued or risen, prior to such amendment, repeal or adoption.

IN WITNESS WHEREOF, I, the incorporator, have signed these Articles and acknowledge the same to be my act on this the 23rd day of December, 2004.

Dennis B. Lisbon (SEAL)
Dennis B. Lisbon, Esq.
Incorporator

Return Address:
Dennis B. Lisbon, Esq.
c/o AmeriDream, Incorporated
18310 Montgomery Village Avenue
Third Floor
Gaithersburg, MD 20879

Consent of Resident Agent

I hereby consent to my designation in this document as resident agent for this corporation.

Dennis B. Lisbon (SEAL)
Dennis B. Lisbon

CORPORATE CHARTER APPROVAL SHEET

**** EXPEDITED SERVICE ****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 02 BUSINESS CODE 04

Close _____ Stock _____ Nonstock ☒

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



1000361990754651

ID # D10378667 ACK # 1000361990754651
LIBER: B00744 FOLIO: 0831 PAGES: 0004
ASSOCIATION FOR HOMEOWNERS ACROSS AMERI
CA, INC.

12/30/2004 AT 12:03 P WO # 0000992692

New Name _____

FEES REMITTED

Base Fee: 100

Org. & Cap. Fee: 20

Expedite Fee: 90

Penalty: _____

State Recordation Tax: _____

State Transfer Tax: _____

1 Certified Copies _____

1 Certificates _____

Copy Fee: 23

Certificate of Status Fee: 20

Personal Property Filings: _____

Other: _____

TOTAL FEES: 253

Change of Name _____

Change of Principal Office _____

Change of Resident Agent _____

Change of Resident Agent Address _____

Resignation of Resident Agent _____

Designation of Resident Agent _____

and Resident Agent's Address _____

Change of Business Code _____

Adoption of Assumed Name _____

Other Change(s) _____

Code 753

Attention: _____

Mail to Address: _____

WOMBLE CARLYLE SANDRIDGE & RICE

STE 700

1401 EYE STREET, N.W.

WASHINGTON

DC 20005

Credit Card ☒ Check _____ Cash _____

Documents on _____ Checks _____

Approved By: JA 1/13

Keyed By: _____

COMMENT(S):

CERTIFIED
COPY

CUST ID: 0001549654
WORK ORDER: 0000992692
DATE: 01-03-2005 12:03 PM
AMT. PAID: \$253.00

Stamp Work Order and Customer Number Here